

ANTHONY J. BARTON

RECORDATION NO 24702-M

DEC 0 3 '04

4-12 PM

SURFACE TRANSPORTATION BOARD

TTX COMPANY

101 NORTH WACKER DRIVE CHICAGO, ILLINOIS 60606 (312) 853-3223

DIRECT LINE (312) 984-3824 FAX (312) 984-3855

December 2, 2004

VIA FEDERAL EXPRESS

ASSISTANT VICE PRESIDENT - FINANCE

Mr. Vernon A. Williams Secretary Surface Transportation Board 1925 K Street, N.W. Washington, D.C. 20006

Dear Mr. Williams:

Submitted herewith for filing and recording under 49 U.S.C. Section 11301 and the regulations promulgated thereunder are three (3) fully executed counterparts of each of the following documents:

- 1) Manufacturer's Release dated as of February 6, 2004.
- 2) Manufacturer's Release dated as of February 23, 2004
- 3) Manufacturer's Release dated as of March 2, 2004
- 4) Manufacturer's Release dated as of March 16, 2004
- 5) Manufacturer's Release dated as of March 30, 2004

These Releases are secondary documents, supplementing the Memorandum of Railcar Manufacturing Agreement dated as of November 10, 2003, and recorded on November 19, 2003, under recordation number 24702.

Parties to this transaction are as follows:

Buyer:

TTX Company (Company) 101 North Wacker Drive Chicago, Illinois 60606

Seller:

National Steel Car Limited (Manufacturer)

602 Kenilworth Avenue North

Hamilton, Ontario Canada, L8N 3J4 Mr. Vernon A. Williams December 2, 2004 Page Two

The general description of the equipment is as follows:

| | AAR MECHANICAL | NO. OF | <u> </u> | |
|-------------------------|----------------|--------|----------|-------------------------|
| TYPE | DESIGNATION | UNITS | MARKED | NUMBERED |
| 73-foot, 110 ton center | FBC | 1.) 45 | TTZX | 865355, 865357 |
| beam car | | | | 865359, 865362 |
| | | | | 865365-865366 |
| | | | | 865368-865369 |
| | | | | 865375, 865379 |
| | | | | 865382, 865384 |
| | | | | 865387, 865393 |
| | | | | 865390-865391 |
| | | | | 865395-865397 |
| | | | | 865399-865400 |
| | | | | 865402-865409 |
| | | | | 865411-865412 |
| | | | | 865415, 865421 |
| | i | | | 865429, 865436 |
| | | | | 865440 |
| | | | | 865442-865444 |
| | | | | 865449-865450 |
| | | | | 865453-865454 |
| | | | | 865459, 865466 |
| | | 2.) 89 | | 865381 |
| | | | | 865385-865386 |
| | | | | 865388, 865392 |
|] | | | | 865398, 865401 |
| | | | | 865410, 865419 |
| | | | | 865413-865414 |
| | | | | 865416-865417 |
| | | | | 865423-865424 |
| | | | | 865426-865427 |
| | | | | 865431-865433 |
| | | | | 865435, 865438 |
| | | | | 865441, 865452 |
| | | | | 865445-865447 |
| | | | | 865455-865458 |
| | | | | 865460-865461 |
| | | | | 865463-865465 |
| | | | | 865469-865488 865490 |
| | | | | |
| | | | | 865492-865495 |
| | | | | 865498-865499 |

Mr. Vernon A. Williams December 2, 2004 Page Three

The general description of the equipment continues as follows:

| | AAR MECHANICAL | NO. OF | | |
|-------------------------|----------------|--------|--------|------------------------|
| TYPE | DESIGNATION | UNITS | MARKED | NUMBERED |
| 73-foot, 110 ton center | FBC | 2.) 89 | TTZX | 865 50 2-865503 |
| beam car | | Cont'd | | 865506-865507 |
| | | | | 865509-865514 |
| | | İ | | 865517 |
| | | | | 865519-865520 |
| | | | | 865522 |
| | | | | 865524-865526 |
| | | | | 865531-865533 |
| | | | | 865535 |
| | | | | 865538 |
| | | | | 865 5 43-865545 |
| | | | | 865551 |
| | | 3.) 88 | | 865418, 865420 |
| | | | | 865422, 865425 |
| | | | | 865428, 865430 |
| | | | | 865434, 865437 |
| | | | | 865439, 865448 |
| | | | | 865451, 865462 |
| | | | | 865 46 7-865468 |
| | | | | 865489, 865491 |
| | | 1 | | 865 49 6-865497 |
| | | | | 865 50 0-865501 |
| | | | | 865504-865505 |
| | | | | 865515-865516 |
| | | 1 | | 865518, 865521 |
| | | | | 865523 |
| | | | | 865527-865530 |
| | | | | 865534 |
| | | | | 865536-865537 |
| | | | | 865539-865542 |
| | | | | 865546-865550 |
| | | ` | | 865552-865579 |
| | | | | 865582, 865584 |
| | | | | 865586-865588 |
| | | | | 865590-865597 |
| | | | | 865599 |
| | | | | 865601-865602 |
| | | | | 865605 |

Mr. Vernon A. Williams December 2, 2004 Page Four

The general description of the equipment continues as follows:

| | AAR MECHANICAL | NO. OF | | | |
|-------------------------|----------------|---------|--------|------------------------|--|
| TYPE | DESIGNATION | UNITS | MARKED | NUMBERED | |
| 73-foot, 110 ton center | FBC | 4.) 99 | TTZX | 8 65508 | |
| beam car | | | | 865580-865581 | |
| | | | | 865583, 865585 | |
| | | | | 8 65589, 865598 | |
| | | l . | | 865600 | |
| | | | | 865603-865604 | |
| | | | | 865606-865625 | |
| | | | | 8 65628-865670 | |
| | | | | 865672-865693 | |
| | | | | 865695 | |
| | | | | 865700-865701 | |
| | | | | 865703 | |
| | | 5.) 106 | | 8 65389 | |
| | | , | | 865626-865627 | |
| | | | | 8 65671, 865694 | |
| | | | | 8 65696-865699 | |
| | | | | 865702 | |
| | | | | 8 65704-865799 | |

Enclosed is our check in the amount of \$160.00 to cover filing fees.

A short summary of this Agreement to appear in the Index is as follows:

"Manufacturer's Release, a secondary document supplementing the Memorandum of Railcar Manufacturing Agreement dated as of November 10, 2003, and recorded on November 19, 2003, recordation number 24702, covering 427 TTZX cars."

Once the filing has been made, please retain one copy and return the remaining stamped counterparts and transmittal letter copy to me via certified mail.

Very truly yours,

Enclosures k:\trsere\letters\filings\releasensc1204.doc

DEC 0 3 '04

MANUFACTURER'S RELEASE

SURFACE TRANSPORTATION BOARD

NATIONAL STEEL CAR LIMITED, the manufacturer named in the Manufacturing Agreement dated as of November 10, 2003, with TTX Company, which has been filed and recorded with the Surface Transportation Board pursuant to Section 11301(a) of Title 49 of the United States Code on November 19, 2003, and assigned recordation number 24702, does hereby acknowledge receipt of all amounts due under said supplement in respect of, and does hereby release all of its right, title and interest in and to, the railroad equipment listed Schedule A hereto.

ATTEST

NATIONAL STEEL CAR LIMITED

Cecil Mosselman

Secretary

Vice President Manufacturing Finance

CITY OF HAMILTON

) SS:

PROVINCE OF ONTARIO)

On this 23rd day of February, 2004 before me personally appeared Cecil Mosselman, to me personally known, who, by me being duly sworn, says that he is Secretary of National Steel Car Limited, that the seal affixed to the foregoing instrument is the corporate seal of said company, and that said instrument was signed and sealed on behalf of said company by authority of its board of directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.

Notary Public

(Wollaston

COLOMBA ANNE WOLLASTON, Notary Public, City of Hamilton-Wentworth, limited to the attestation of instruments and the taking of affidavits, for National Steel Car Limited.

TTX

SCHEDULE "A" TO MANUFACTURE'S RELEASE, BILL OF SALE & INVOICE #36012/ T2D03N Supplement #2 P.5235

DELIVERY OF CENTERBEAM CARS

| DATE ACCEPTED | TTZX SERIES: | TTZX SERIES: | TTZX <u>SERIES:</u> | TTZX SERIES: | QUANTITY | CUMULATIVE TOTAL |
|------------------|----------------------------|----------------------------|------------------------|------------------|----------|---------------------|
| 09-Jan-04 | | | | | | 68 |
| 12-Jan-04 | 865417 865461 | 865445 | 865447 | 865456 | 5 | 73 |
| 13-Jan-04 | 865401 865472 | 865423 | 865446 | 865465 | 5 | 78 |
| 14-Jan-04 | 865473 865485 | 865476 865487 | 865481 865488 | 865482 | 7 | 85 |
| 15-Jan-04 | 865426 865477 865486 | 865452 865478 | 865455 865480 | 865457 865484 | 9 | 94 |
| 16-Jan-04 | 865381 865463 | 865414 865464 | 865424 865479 | 865460 865483 | 8 | 102 |
| 17-Jan-04 | 865475 | 865495 | 865510 | | 3 | 105 |
| 19-Jan-04 | 865398 865469 | 865410 865493 | 865432 865498 | 865441 | 7 | 112 |
| 20-Jan-04 | 865431 865499 865526 | 865438 865502 | 865458 865506 | 865492 865517 | 9 | 121 |
| 21-Jan-04 | 865435 865514 865532 | 865471 865524 865533 | 865509 865525 | 865511 865531 | 10 | 131 |
| 22-Jan-04 | 865388 865503 | 865419 865507 | 865427 865513 | 865494 865522 | 8 | 139 |
| 23-Jan-04 | 865385 865470 865545 | 865386 865474 | 865413 865535 | 865520 865538 | 9 | 148 |
| 26-Jan-04 | 865392 865543 | 865416 | 865490 | 865512 | ū | 110 |
| | 865433 | 865519 | 865544 | 865551 | 9 | 157 |
| | | | Total | | 89 | |

Total

89